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LAW OFFICES OF
LOUIS E. GITOMER

LOUIS E. GITOMER
LOU_GITOMER@VERIZON.NET

THE ADAMS BUILDING, SUITE 301
600 BALTIMORE AVENUE
TOWSON, MARYLAND 21204-4022
(202) 466-6532
FAX (410) 332-0885

April 15, 2010

Ms. Cynthia T. Brown
Chief of the Section of Administration, Office of Proceedings
Surface Transportation Board
395 E Street, S.W.
Washington, D. C. 20423

ENTERED
Office of Proceedings
APR 15 2010
Part of
Public Record

RE: Finance Docket No. 35314, *Massachusetts Coastal Railroad, LLC-
Acquisition-CSX Transportation, Inc.*

Dear Ms. Brown:

In the Application filed with the Surface Transportation Board on November 24, 2009, Massachusetts Coastal Railroad, LLC sought authority to acquire from CSX Transportation, Inc. ("CSXT") the permanent freight easement being retained by CSXT in the South Coast Lines, consisting of: (1) the New Bedford Subdivision, which is 18.40 miles between milepost QN 13.40 at Cotley Jct. and milepost QN 31.80 at New Bedford, (2) the Fall River Subdivision, which is 14.20 miles between milepost QNF 0.00 at Myricks and milepost QNF 14.20 at Fall River, and (3) 0.08 mile of the North Dartmouth Industrial Track between milepost QND 0.00 and milepost QND 0.08, collectively a distance of approximately 32.68 miles (the "South Coast Lines"), in the Commonwealth of Massachusetts ("Commonwealth").

The Application asked the Board to impose *New York Dock Ry.-Control-Brooklyn Eastern Dist.*, 360 I.C.C. 60 (1979) ("*NYD*"), as modified by *Wilmington Term. RR, Inc.—Pur. & Lease—CSX Transp., Inc.*, 6 I.C.C.2d 799, 814-826 (1990), *aff'd sub nom. Railway Labor Executives' Ass'n v. I.C.C.*, 930 F.2d 511 (6th Cir. 1991) ("*WTRR*"), as the appropriate standard of labor protection under 49 U.S.C. 11326(a) for this type of transaction. In the decision served on March 29, 2010, at 7, the Board indicated that it would impose the "appropriate conditions" and imposed *NYD*, but not as modified by *WTRR*. There was no discussion of the difference between the conditions that were requested in the Application and those imposed by the Board.

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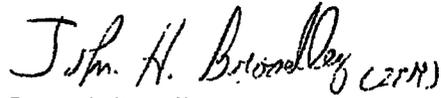
CSXT and Mass Coastal would appreciate clarification as to whether the Board considers the imposition of *NYD* in this type of transaction as including *WTRR*, or whether the Board inadvertently omitted *WTRR*.

Thank you for your assistance. If you have any questions, please contact me.

Sincerely yours,



Louis E. Gitomer, Esq.
Attorney for CSX Transportation, Inc.



John H. Broadley
Attorney for Massachusetts Coastal
Railroad, LLC

Cc: Parties of Record